

NUANCE COMMUNICATIONS  
Form 8-K  
July 26, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

July 26, 2004

(Date of earliest event reported)

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NUANCE COMMUNICATIONS, INC.

(Exact name of registrant as specified in charter)

Delaware  
(State or other jurisdiction  
of incorporation)

000-30203  
(Commission File Number)

94-3208477  
(IRS Employer  
Identification No.)

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1005 Hamilton Court, Menlo Park, California  
(Address of principal executive offices)

94025  
(Zip Code)

Registrant's telephone number, including area code: (650) 847-0000

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Not Applicable

(Former name or former address, if changed since last report.)

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ITEM 7: FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits:

**Exhibit No.**

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**Exhibit Description**

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99.1

Press release issued by the Registrant, dated as of July 26, 2004

Not Applicable

**ITEM 12: RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

On July 26, 2004, Nuance issued a press release announcing its financial results for the quarter ended June 30, 2004. A copy of the release is attached as Exhibit 99.1.

Nuance's attached press release and Condensed Consolidated Statements of Operations present non-GAAP (Generally Accepted Accounting Principles) net loss, excluding special items, and net loss per share (basic and diluted), excluding special items, in addition to the presentation of such results in accordance with GAAP. The special items include non-cash compensation expense and restructuring credits. These special items are not necessarily representative of Nuance's core operations, but Nuance management believes that presentation of these non-GAAP financial measures provides useful information to investors regarding the impact of the special items on Nuance's net loss and net loss per share. Nuance management also uses non-GAAP measurements in certain internal management analyses, as the resulting metrics provide useful information regarding the company's core operations.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: July 26, 2004

Nuance Communications, Inc.  
(Registrant)

*/s/ Karen Blasing*

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Karen Blasing  
Vice President and Chief Financial Officer  
(Principal Financial and Accounting Officer)

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**EXHIBIT INDEX**

**Exhibit No.**

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**Exhibit Description**

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